

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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THE NEW YORK CITY DISTRICT COUNCIL OF
CARPENTERS PENSION FUND, NEW YORK CITY
DISTRICT COUNCIL OF CARPENTERS WELFARE
FUND, NEW YORK CITY DISTRICT COUNCIL OF
CARPENTERS VACATION FUND, NEW YORK CITY
DISTRICT COUNCIL OF CARPENTERS ANNUITY FUND,
NEW YORK CITY DISTRICT COUNCIL OF CARPENTERS
APPRENTICESHIP, JOURNEYMAN RETRAINING,
EDUCATIONAL AND INDUSTRY FUND, NEW YORK
CITY DISTRICT COUNCIL OF CARPENTERS CHARITY
FUND, and THE NEW YORK CITY AND VICINITY
CARPENTERS LABOR MANAGEMENT COOPERATION
FUND, by MICHAEL J. FORDE, and PAUL O'BRIEN,
as TRUSTEES, AND MICHAEL J. FORDE, AS
EXECUTIVE SECRETARY-TREASURER, DISTRICT
COUNCIL FOR NEW YORK CITY AND VICINITY,
UNITED BROTHERHOOD OF CARPENTERS AND
JOINERS OF AMERICA

07 CV 11213 (PKC)

**AFFIDAVIT OF
COUNSEL**

Plaintiffs,

-against-

WALL TO WALL FLOORING, INC.,

Defendant.

-----X
STATE OF NEW YORK)
) :SS.:
COUNTY OF NEW YORK)

Andrew GraBois, Esq., being duly sworn, deposes and says:

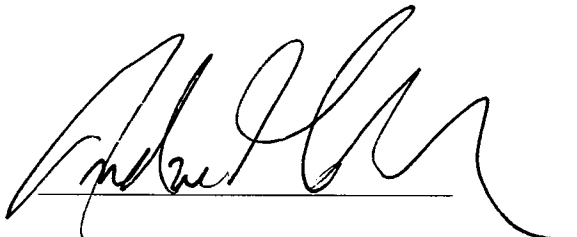
1. I am associated with the firm of O'Dwyer & Bernstein, LLP, attorneys for plaintiffs ("Funds") in the above captioned action. I am familiar with all the facts and circumstances in this action.

2. I submit this affidavit establishing personal jurisdiction over the defendant

pursuant to the order by this Court dated December 26, 2007.

3. Upon information and belief, defendant is a domestic corporation incorporated under laws of the State of New York.

4. Plaintiffs served the summons and complaint on the New York Secretary of State pursuant to Business Corporation Law § 306 on December 20, 2007, and filed an affidavit of service on January 3, 2008.

A handwritten signature in black ink, appearing to read 'Andrew Grabois', written over a horizontal line.

ANDREW GRABOIS (AG 3192)

Sworn to before me this
17th Day of January, 2008

A handwritten signature in black ink, appearing to read 'Nicholas Hanlon', written over a horizontal line.
NOTARY PUBLIC

NICHOLAS HANLON
Notary Public, State of New York
No. 02HA6167368
Qualified in Westchester County
Commission Expires May 29, 2011